

**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

Claims 1–23 (Canceled).

Claim 24 (Previously Presented): An exercise machine having a load wherein the primary movement is a pushing motion to actuate the load comprising:

at least one arm assembly operably attached to said load;

a handle base member including a first leg and a second leg extending from a base portion, said base portion rotatably attached to said arm assembly between said first leg and said second leg, and rotating with respect to said arm assembly about a first axis of rotation at a midpoint of said base portion;

a grasping member rotatably connected with said first leg and said second leg, said grasping member rotating with respect to said handle base member about a second axis of rotation; and

wherein said handle base member further comprises an asymmetrical shape about said first axis of rotation such that when not in use said handle base member rotates to an upright position.

Claim 25 (Cancelled).

Claim 26 (Previously Presented): An exercise machine handle assembly operably attached to an arm assembly of an exercise machine, said handle assembly comprising:

a handle member having a base rotatably connected to said arm assembly about a first axis of rotation, the first axis of rotation at a midpoint of said base; and

said base having a first side to one side of said midpoint and a second side to another side of said midpoint, said first side being heavier than said second side such that when said exercise

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machine is not in use, said handle member rotates to an upright position in which said first side is below said second side.

Claims 27-29 (Cancelled).

Claim 30 (Currently Amended): An exercise device having a load comprising:  
at least one arm assembly operably attached to said load;  
a handle assembly comprising:  
a generally U-shaped bracket defining a base member and supporting a gripping portion;  
a first axle rotatably connected with the base member to rotate about a fixed axis relative to the base member and extending ~~angularly~~ from the base member, said U-shaped bracket pivoting in at least one orthogonal direction with respect to said first axle;  
a second axle pivotally connected with the first axle, the second axle operably attached to said arm assembly; and  
wherein the first axle and the second axle may be longitudinally aligned during use.

Claim 31 (Cancelled).

Claim 32 (Previously Presented): The exercise device of claim 30 further comprising:  
a third axle rotatably connected with the at least one arm assembly; and  
the third axle is operably connected with the second axle.

Claim 33 (Previously Presented): The exercise device of claim 32 further comprising a sleeve having at least one bearing therein, said sleeve being attached to said third axle and said arm assembly.

Claim 34 (Previously Presented): The exercise device of claim 30 wherein:  
the first axle is pivotally connected with the second axle at a ball-type pivot joint.

Claim 35 (Previously Presented): The exercise device of claim 30 wherein:

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the U-shaped bracket defines a first leg and a second leg extending generally transverse from the base member;

the gripping portion is rotatably connected between the first leg and the second leg.

Claim 36 (Previously Presented): The exercise device of claim 30 wherein:  
said handle assembly pivoting in at least one orthogonal direction with respect to said first axle.

Claim 37 (Previously Presented): The exercise device of claim 30 wherein the first axle pivots in at least two orthogonal directions with respect to the second axle.

Claim 38 (Previously Presented): The exercise device of claim 30 wherein the first axle extends perpendicularly from the base member.

Claim 39 (Previously Presented): The exercise machine of claim 24, wherein said first axis of rotation is not orthogonal to said second axis of rotation.

Claim 40 (New): An exercise device having a load comprising:  
at least one arm assembly operably attached to said load;  
a handle assembly comprising:  
a generally U-shaped bracket defining a base member and supporting a gripping portion;  
a first axle rotatably connected with the base member and extending angularly from the base member;  
a second axle pivotally connected with the first axle, the second axle operably attached to said arm assembly; and  
a third axle rotatably connected with the at least one arm assembly and operably connected with the second axle;  
a sleeve having at least one bearing therein, the sleeve being attached to the third axle and the arm assembly; and  
wherein the first axle and the second axle may be longitudinally aligned during use.